

ASSIGNMENT OF PATENTS

This ASSIGNMENT OF PATENTS is effective as of June 28, 2000 between Genuity Inc. (by change of name from GTE Internetworking Incorporated), a corporation organized and existing under the laws of Delaware and having a principal business address of 3 Van de Graaff, Burlington, Massachusetts 01803 (hereinafter "ASSIGNOR") and GTE Service Corporation, a corporation organized and existing under the laws of New York, having a principal business address of 1255 Corporate Drive, Irving, Texas 75038 (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of all right, title and interest in and to the inventions and United States and foreign Letters Patent and Applications for Letters Patent identified in the attached Schedule A; and

WHEREAS, ASSIGNEE is desirous of acquiring the aforesaid inventions and United States and foreign Letters Patent and Applications for Letters Patent identified in Schedule A.

NOW, THEREFORE, in consideration of the premises and the mutual covenants set forth in the Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to any rights and licenses granted to third parties on or before the effective date hereof, ASSIGNOR does hereby assign unto ASSIGNEE all rights, title and interest of ASSIGNOR in and to the aforesaid inventions and United States and foreign Letters Patent and Applications for Letters Patent identified in Schedule A, including all inventions and improvements described therein, any legal equivalent thereof in all foreign countries (subject, however, to applicable patent laws in such countries), the right to claim priority therefrom, and in and to all Letters Patent worldwide to be obtained by such patent applications or any continuations, divisions, renewals, extensions, substitutes, reissues or re-examinations thereof, the same to be held and enjoyed by ASSIGNEE, its successors and assigns, to the full end of the terms for which such Letters Patent are granted, plus any extensions, as fully and entirely as the same would have been held and enjoyed by ASSIGNOR had this assignment and sale not been made, together with all claims for damages by reason of past and future infringement of said Letters Patent and inventions, with the right to sue for, and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

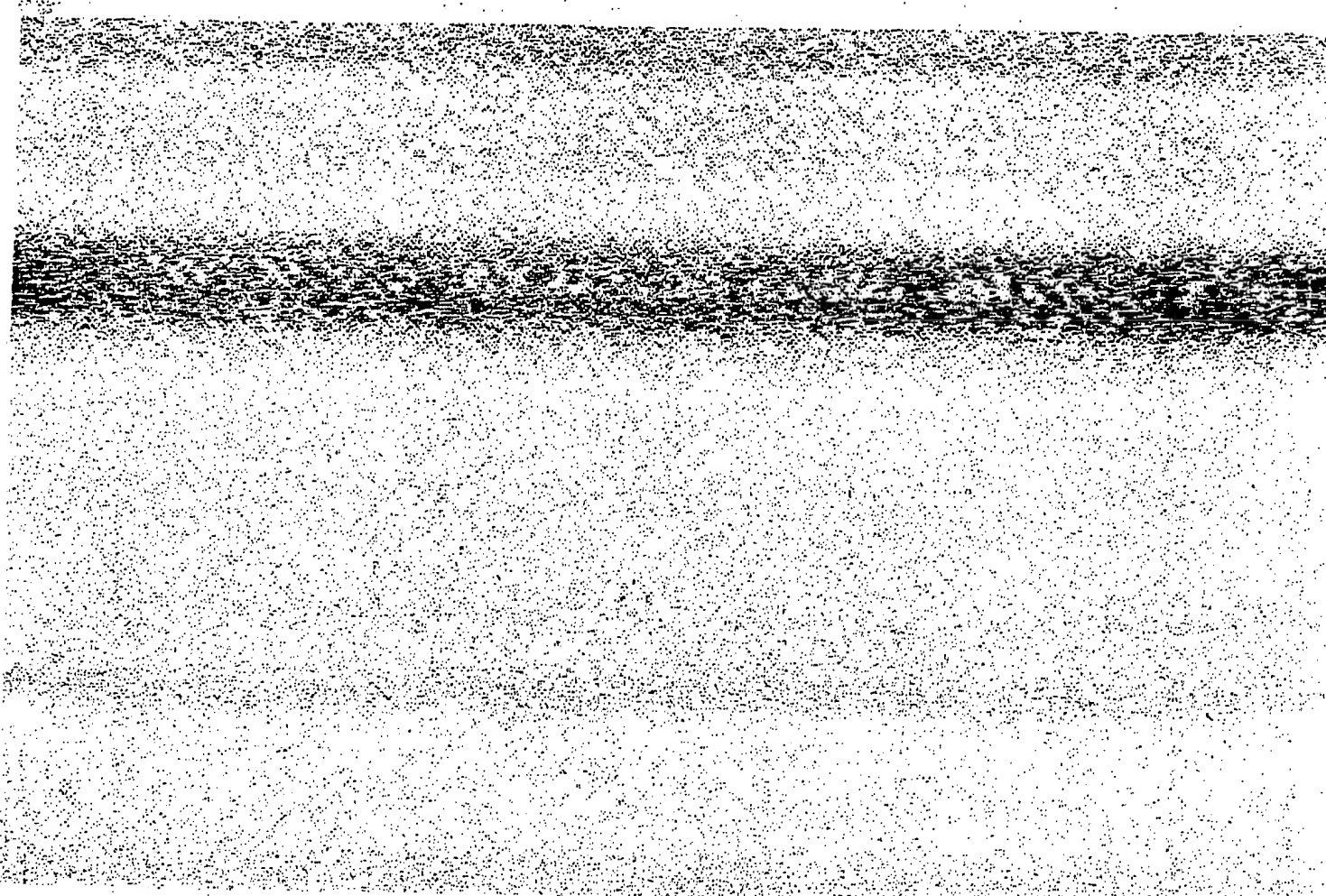
DEC 14 2001



A handwritten signature in dark ink, appearing to read "J. Leach", followed by a long horizontal line.

Special Deputy Secretary of State

DOS-1266 (7/00)



I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GTE INTERNETWORKING INCORPORATED", CHANGING ITS NAME FROM "GTE INTERNETWORKING INCORPORATED" TO "GENUITY INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF APRIL, A.D. 2000, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

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AUTHENTICATION:

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DATE:

04-10-00